

# **EXHIBIT B**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	Chapter 11
	)	
W.R. GRACE & CO., <i>et. al.</i> ,	)	Case No. 01-01139 (JKF)
	)	(Jointly Administered)
Debtors.	)	
	)	Objection Deadline: April 15, 2011 @ 4:00 p.m.
	)	Hearing Date: Only if Objection is Timely Filed

**TWELFTH MONTHLY APPLICATION OF SCARFONE HAWKINS LLP  
AS SPECIAL COUNSEL FOR THE CANADIAN ZAI CLAIMANTS**

Name of Applicant:	Scarfone Hawkins LLP
Authorized to Provide Professional Services to:	Canadian Zonolite Attic Insulation Claimants ("Canadian ZAI Claimants")
Date of Retention:	March 19, 2010 <i>nunc pro tunc</i> December 21, 2009
Period for which compensation and reimbursement is sought:	February 1, 2011, through February 28, 2011
Amount of compensation sought as actual, reasonable and necessary:	CDN \$ 13,196.25
Amount of expense reimbursement (includes Harmonized Sales Tax of 13% <sup>1</sup> ) sought as actual, reasonable and necessary:	CDN \$ 2,535.34

This Applicant's Twelfth Monthly Application.

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<sup>1</sup> On July 1, 2010, the Harmonized Sales Tax (HST) took effect in Ontario and is applied to most purchases and transactions. The 13% HST replaces the federal goods and services tax (GST) and the provincial sales tax (PST).

**Summary of Monthly Fee and Expense Invoice Statements for Compensation Period:**

<b>Date Filed</b>	<b>Period Covered</b>	<b>Requested Fees (CDN \$)</b>	<b>Requested Expenses (CDN \$)</b>	<b>Paid Fees (CDN \$)</b>	<b>Paid Expenses (CDN \$)</b>
<b>04/30/2010 Dkt. #24697</b>	<b>December 21, 2009 - March 31, 2010</b>	<b>\$ 98,678.75 Reduction -\$708.50</b>	<b>\$ 10,399.55</b>	<b>\$ 78,943.00 \$ 19,027.25</b>	<b>\$ 10,399.55</b>
<b>06/01/2010 Dkt. #24878</b>	<b>April 1, 2010 – April 30, 2010</b>	<b>\$ 14,765.25</b>	<b>\$ 812.67</b>	<b>\$ 11,812.20 \$ 2,953.05</b>	<b>\$ 812.67</b>
<b>06/30/2010 Dkt. #25015</b>	<b>May 1, 2010 – May 31, 2010</b>	<b>\$ 21,221.25</b>	<b>\$ 3,327.71</b>	<b>\$ 16,977.00 \$ 4,244.25</b>	<b>\$ 3,327.71</b>
<b>07/28/2010 Dkt. #25127</b>	<b>June 1, 2010 – June 30, 2010</b>	<b>\$ 23,507.50</b>	<b>\$ 2,994.15</b>	<b>\$ 18,806.00 \$ 4,701.50</b>	<b>\$ 2,994.15</b>
08/31/2010 Dkt. #25297	July 1, 2010 – July 31, 2010	\$ 17,232.50	\$ 2,259.90	\$ 13,786.00	\$ 2,259.90
09/29/2010 Dkt. #25497	August 1, 2010 – August 31, 2010	\$ 10,663.75	\$ 1,403.95	\$ 8,531.00	\$ 1,403.95
10/29/2010 Dkt. #25666	September 1, 2010 – September 30, 2010	\$ 5,833.75	\$ 2,153.94	\$ 4,667.00	\$ 2,153.94
12/03/2010 Dkt. #25858	October 1, 2010 – October 31, 2010	\$ 6,840.00	\$ 897.99	\$ 5,472.00	\$ 897.99
01/05/2011 Dkt. #26018	November 1, 2010 – November 30, 2010	\$ 5,030.00	\$ 653.90	\$ 4,024.00	\$ 653.90
01/28/2011 Dkt. #26132	December 1, 2010 – December 31, 2010	\$ 11,478.75	\$ 1,513.55	\$ 9,183.00	\$ 1,513.55
03/08/2011 Dkt. #26512	January 1, 2011 – January 31, 2011	\$ 22,076.25	\$ 4,516.93	Pending	Pending

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**Fee Detail by Professional for the Period of February 1, 2011, through February 28, 2011:**

<b>Name of Professional Person</b>	<b>Position of the Applicant, Number of Years in that Position, Year of Obtaining License to Practice</b>	<b>Hourly Billing Rate<sup>2</sup> (including changes)</b>	<b>Total Billed Hours</b>	<b>Total Fees (CDN \$)</b>
David Thompson	Partner, 23 Years 1988	\$525.00	16.05	\$ 8,426.25
Matthew G. Moloci	Partner, 13 Years 1998	\$450.00	9.00	\$ 4,050.00
Cindy Yates	Law Clerk, 25 Yrs., 1985	\$120.00	6.00	\$ 720.00
<b>Grand Total</b>			<b>31.05</b>	<b>\$ 13,196.25</b>
Blended Rate				\$ 425.00
Blended Rate (excluding Law Clerk time)				\$ 498.05

**Monthly Compensation by Matter Description for the Period of February 1, 2011, through February 28, 2011:**

<b>Project Category</b>	<b>Total Hours</b>	<b>Total Fees (CDN \$)</b>
04 - Case Administration	8.35	\$ 4,286.25
11 - Fee Applications, Applicant	6.60	\$ 1,395.00
14 - Hearings	N/A	0.00
16 - Plan and Disclosure Statement	13.65	\$ 6,641.25
20 - Travel (Non-Working)		
24 - Other	2.45	\$ 873.75
<b>TOTAL</b>	<b>31.05</b>	<b>\$ 13,196.25</b>

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<sup>2</sup> Scarfone Hawkins LLP increased its hourly rates as of January 1, 2011.

**Monthly Expense Summary for the Period February 1, 2011, through February 28, 2011:**

Expense Category	Service Provider (if applicable)	Total Expenses
Photocopies (In House)		0.00
Postage		0.00
Courier		0.00
Miscellaneous	Rolling Thunder	715.00
Long Distance Calls		10.51
Harmonized Sales Tax (HST) 13%		1,809.83
<b>TOTAL</b>		<b>\$ 2,535.34<sup>3</sup></b>

PLEASE TAKE NOTICE that Scarfone Hawkins LLP (the “Applicant”) has today filed this Notice of Monthly Fee and Expenses Invoice for February 1, 2011, through February 28, 2011, (this “Monthly Fee Statement”)<sup>4</sup> pursuant to the Modified Order Granting The Canadian ZAI Claimants’ Application for Appointment of Special Counsel [Docket No. 24508] and the Amended Administrative Order Under 11 U.S.C., §§ 105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members [Docket No. 1949].

PLEASE TAKE FURTHER NOTICE that responses or objections to this Monthly Fee Statement, if any, must be filed on or before April 15, 2011, at 4:00 p.m. (prevailing Eastern Time) (the “Objection Deadline”) with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, Wilmington, Delaware 19801.

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<sup>3</sup> Applicant’s receipts for expenses incurred for February 1, 2011, through February 28, 2011, are attached hereto as **Exhibit A**.

<sup>4</sup> Applicant’s Invoice for February 1, 2011, through February 28, 2011, is attached hereto as **Exhibit B**.

PLEASE TAKE FURTHER NOTICE that you must also serve a copy of any such response or objection upon the Notice Parties so as to be received by the Notice Parties on or before the Objection Deadline.

PLEASE TAKE FURTHER NOTICE that upon the expiration of the Objection Deadline, the Applicant shall file or cause to be filed with the Court, and serve on the Notice Parties, a certificate of no objection, certifying that no objection, or a partial objection, has been filed with the Court relative to this Application, whichever is applicable, after which the Debtors are authorized and required to pay the Applicant an amount equal to (a) eighty percent (80%) of the fees and one hundred percent (100%) of the expenses requested in the Monthly Fee Statement or (b) eighty percent (80%) of the fees and one hundred percent (100%) of the expenses not subject to any objection. All fees and expenses in this Monthly Fee Statement will be included in the next quarterly application for compensation and reimbursement of expenses to be filed and served by the Applicant at a later date, and will be subject to objections at such time.

PLEASE TAKE FURTHER NOTICE that Applicant respectfully requests that, for the period February 1, 2011, through February 28, 2011, an allowance be made to Scarfone Hawkins LLP for compensation in the amount of CDN \$13,196.25, and actual and necessary expenses in the amount of CDN \$2,535.34 (includes 13% Harmonized Sales Tax) for a total allowance of CDN \$15,731.59; Actual Interim Payment of CDN \$10,557.00 (80% of the allowed fees) and reimbursement of CDN \$2,535.34 (100% of the allowed expenses) be authorized for a total payment of CDN \$13,092.34; and for such other and further relief as this Court may deem just and proper.

PLEASE TAKE FURTHER NOTICE that Applicant believes that the Application and the description of services set forth herein of work performed are in compliance with the requirements

of Delaware Local Rule 2016-2, the Amended Administrative Order, and the applicable guidelines and requirements of the Bankruptcy Code, Federal Rules of Bankruptcy Procedure, and the Executive Office for the United States Trustee. A true and correct copy of the Certification of David Thompson is attached hereto as **Exhibit C**.

Dated: April 1, 2011

Respectfully submitted,

By: /s/ Daniel K. Hogan  
Daniel K. Hogan (DE Bar No. 2814)  
THE HOGAN FIRM  
1311 Delaware Avenue  
Wilmington, Delaware 19806  
Telephone: 302.656.7540  
Facsimile: 302.656.7599  
Email: [dkhogan@dkhogan.com](mailto:dkhogan@dkhogan.com)

**Counsel to the Representative Counsel as Special  
Counsel for the Canadian ZAI Claimants**

# **EXHIBIT A**



Rolling Thunder  
772 King Street West  
Hamilton, ON L8S 1K1  
Canada  
905-522-2194



**Bill To:**  
VHSSTT Management Inc c/o Scarfone  
Hawkins LLP  
Attn: Stephanie Farrell  
1 James Street South, 14th Floor  
Hamilton, ON L8P 4R5

Date	Invoice
01/19/2011	105840
Account	VHSSTT

Terms	Due Date	PO Number	Reference
COD	01/19/2011		

What's your Disaster Recovery Plan? The simple solution is Rolling Thunder's Backup & Disaster Recovery products.  
www.thunder.ca

<b>Service Request Number</b>	12731				
Billing Method	Actual Rates				
Detail	Fri 1/21/2011 7:08 am/ CGreig-				
Company Name	VHSSTT Management Inc c/o Scarfone Hawkins LLP				
Contact Name	Stephanie Farrell				
Ship To Address	1 James Street South, 14th Floor Hamilton, ON L8P 4R5				
Services	Work Type	Staff	Hours	Rate	Amount
<u>Billable Time &amp; Materials Services</u>					
Corporate Technician	Service - Remote	Chris Greig	0.50	130.00	C\$65.00
<b>Total Services:</b>					<b>C\$65.00</b>
Business Number:	896686656RT0001				
Make checks payable to Rolling Thunder			<b>Invoice Subtotal:</b>		C\$65.00
			<b>Harmonized Sales Tax:</b>		C\$8.45
			<b>Invoice Total:</b>		<b>C\$73.45</b>

We pride ourselves on providing the best quality products and service. Thank you for your business!

*Belongs to  
a matter  
05/12/11  
am*

*G/L 5045*

*software support*

**Invoice Time Detail**

Invoice Number: 105840  
 Company: VHSSTT Management Inc c/o Scarfone Hawkins LLP

Member: Greig, C Date: 1/19/2011

Date	Staff	Notes	Bill	Hours	Ext Amt
1/19/2011	Greig, C	<b>Service Ticket: 12731</b> Download the latest file provided to us from Rust Consulting. Once download complete - attempted to open archive, unable due to password. - Contact Rust Consulting for password to Zip file and await their response.	Y	0.50	65.00
12:00 PM - 12:30 PM					

Subtotal: C\$65.00

Invoice Time Total:

Billable Hours: 0.50

Rolling Thunder  
772 King Street West  
Hamilton, ON L8S 1K1  
Canada  
905-522-2194



**Bill To:**  
VHSSTT Management Inc c/o Scarfone  
Hawkins LLP  
Attn: Stephanie Farrell  
1 James Street South, 14th Floor  
Hamilton, ON L8P 4R5

Date	Invoice
01/20/2011	105839
Account	VHSSTT

Terms	Due Date	PO Number	Reference
COD	01/20/2011		

What's your Disaster Recovery Plan? The simple solution is Rolling Thunder's Backup & Disaster Recovery products.  
[www.thunder.ca](http://www.thunder.ca)

<b>Service Request Number</b>	12729				
Billing Method	Actual Rates				
Detail	Fri 1/21/2011/6:55 am/ CGreig-				
Company Name	VHSSTT Management Inc c/o Scarfone Hawkins LLP				
Contact Name	Stephanie Farrell				
Ship To Address	1 James Street South, 14th Floor Hamilton, ON L8P 4R5				
Services	Work Type	Staff	Hours	Rate	Amount
<b>Billable Time &amp; Materials Services</b>					
Corporate Technician	Service - Onsite Regular	Chris Greig	3.50	130.00	C\$455.00
<b>Total Services:</b>					<b>C\$455.00</b>
<b>Business Number:</b> 896686656RT0001					
Make checks payable to Rolling Thunder			<b>Invoice Subtotal:</b>		C\$455.00
			<b>Harmonized Sales Tax:</b>		C\$59.15
			<b>Invoice Total:</b>		<b>C\$514.15</b>

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05/12/11  
am

G/L 5045

software support

**Invoice Time Detail**

Invoice Number: 105839  
 Company: VHSSTT Management Inc c/o Scarfone Hawkins LLP

Member: Greig, C Date: 1/20/2011

Date	Staff	Notes	Bill	Hours	Ext Amt
1/20/2011	Greig, C	<b>Service Ticket:12729</b> - Download and install a trial version of ACT! by Sage to import the data provided to us by Rust Consulting. - Create a clean test database to import Claims form data - Import the data into ACT! - Modify all ACT! field values to correspond to the field values in the Claims form data.	Y	3.50	455.00
3:30 PM - 7:00 PM					

Subtotal: C\$455.00

Invoice Time Total:

Billable Hours: 3.50

Rolling Thunder  
772 King Street West  
Hamilton, ON L8S 1K1  
Canada  
905-522-2194



<b>Bill To:</b>
VHSST Management Inc c/o Scarfone Hawkins LLP Attn: Stephanie Farrell 1 James Street South, 14th Floor Hamilton, ON L8P 4R5

<b>Date</b>	<b>Invoice</b>
01/25/2011	105883
<b>Account</b>	
VHSST	

<b>Terms</b>	<b>Due Date</b>	<b>PO Number</b>	<b>Reference</b>
COD	01/25/2011		
What's your Disaster Recovery Plan? The simple solution is Rolling Thunder's Backup & Disaster Recovery products. www.thunder.ca			

<b>Service Request Number</b>	12782				
Billing Method	Actual Rates				
Detail	Tue 1/25/2011/11:44 am/ CGreig-				
Company Name	VHSST Management Inc c/o Scarfone Hawkins LLP				
Contact Name	Stephanie Farrell				
Ship To Address	1 James Street South, 14th Floor Hamilton, ON L8P 4R5				
<b>Services</b>	<b>Work Type</b>	<b>Staff</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
<b>Billable Time &amp; Materials Services</b>					
Corporate Technician	Service - Onsite Regular	Chris Greig	0.50	130.00	C\$65.00
<b>Total Services:</b>					<b>C\$65.00</b>
<b>Business Number: 896686656RT0001</b>					
Make checks payable to Rolling Thunder			<b>Invoice Subtotal:</b>	C\$65.00	
			<b>Harmonized Sales Tax:</b>	C\$8.45	
			<b>Invoice Total:</b>	<b>C\$73.45</b>	

We pride ourselves on providing the best quality products and service. Thank you for your business!

05-12-11  
[Signature]

G/L 5045

software support

**Invoice Time Detail**

Invoice Number: 105883  
 Company: VHSSTT Management Inc c/o Scarfone Hawkins LLP

Member: Greig, C Date: 1/25/2011

Date	Staff	Notes	Bill	Hours	Ext Amt
1/25/2011	Greig, C	Service Ticket:12782 Copy claims forms data to cd for Moli/Thompson team to ship to Co counsel in Montreal.	Y	0.50	65.00
9:30 AM - 10:00 AM					

Subtotal: C\$65.00

Invoice Time Total: Billable Hours: 0.50

Rolling Thunder  
772 King Street West  
Hamilton, ON L8S 1K1  
Canada  
905-522-2194



**Bill To:**  
VHSSTT Management Inc c/o Scarfone  
Hawkins LLP  
Attn: Stephanie Farrell  
1 James Street South, 14th Floor  
Hamilton, ON L8P 4R5

<b>Date</b>	<b>Invoice</b>
01/26/2011	105844
<b>Account</b>	
VHSSTT	

<b>Terms</b>	<b>Due Date</b>	<b>PO Number</b>	<b>Reference</b>
COD	01/26/2011		

What's your Disaster Recovery Plan? The simple solution is Rolling Thunder's Backup & Disaster Recovery products.  
www.thunder.ca

<b>Service Request Number</b>	12746				
Billing Method	Actual Rates				
Detail	Fri 1/21/2011 5:20 pm/ CGreig-				
Company Name	VHSSTT Management Inc c/o Scarfone Hawkins LLP				
Contact Name	Stephanie Farrell				
Ship To Address	1 James Street South, 14th Floor Hamilton, ON L8P 4R5				
<b>Services</b>	<b>Work Type</b>	<b>Staff</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
<u>Billable Time &amp; Materials Services</u>					
Corporate Technician	Service - Onsite Regular	Chris Greig	1.00	130.00	C\$130.00
<b>Total Services:</b>					<b>C\$130.00</b>
Business Number: 896686656RT0001					
Make checks payable to Rolling Thunder			<b>Invoice Subtotal:</b>		C\$130.00
			<b>Harmonized Sales Tax:</b>		C\$16.90
			<b>Invoice Total:</b>		<b>C\$146.90</b>

We pride ourselves on providing the best quality products and service. Thank you for your business!

*(Official)*  
*am*  
*G/L 5045*  
*software support*

**Invoice Time Detail**

Invoice Number: 105844

Company: VHSSTT Management Inc c/o Scarfone Hawkins LLP

**Member: Greig, C Date: 1/21/2011**

Date	Staff	Notes	Bill	Hours	Ext Amt
1/21/2011	Greig, C	<b>Service Ticket:12746</b> Discuss Claims forms Database import into ACT! with Helen, Dave and Matt	Y	1.00	130.00
4:00 PM - 5:00 PM					

**Subtotal: C\$130.00****Invoice Time Total:****Billable Hours:****1.00**



# **EXHIBIT B**

W.R. GRACE & CO., et al.  
CDN ZAI CLASS ACTION

U.S. FEE APPLICATION  
DATE:  
February 28, 2011  
OUR FILE NO: 05L121

**Scarfone Hawkins LLP**  
BARRISTERS AND SOLICITORS  
ONE JAMES STREET SOUTH  
14TH FLOOR  
P.O. BOX 926, DEPOT #1  
HAMILTON, ONTARIO  
L8N 3P9  
TELEPHONE  
905-523-1333  
TELEFAX  
905-523-5878

H.S.T. REGISTRATION NO. **873984314 RT – 0001**

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**CANADIAN ZAI MONTHLY FEE APPLICATION**  
**(February 1, 2011 – February 28, 2011)**

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DATE	PROFESSIONAL SERVICE	LAWYER	RATE/HR	HOURS	AMOUNT
02 /01/11	emails to and from Keith Ferber with respect to Memorandum Opinion	DT	\$525.00	0.25	\$131.25
02 /01/11	preliminary review of Memorandum Opinion, memo to file, memo to Matt Moloci	DT	\$525.00	1.00	\$525.00
02 /01/11	receipt of and respond to various class member inquiries	DT	\$525.00	0.25	\$131.25
02 /01/11	prepare amended website content re: Plan of Confirmation, memo to Cindy Yates	DT	\$525.00	0.50	\$262.50
02 /01/11	preliminary review of Order of Plan Confirmation, memo to file, memo to Matt Moloci, emails to and from Dan Hogan, arrange telephone conference call	DT	\$525.00	0.75	\$393.75
02 /01/11	receipt of and respond to further various class member inquiries	DT	\$525.00	0.25	\$131.25
02 /01/11	Email inquiry from Keith Ferbers regarding status of confirmation order; email reply from David Thompson to Ferbers with attached Memorandum Opinion and Recommended Findings of Fact of Judge Fitzgerald regarding confirmation	MGM	\$450.00	0.20	\$90.00
02 /01/11	Email from David Thompson reconciling payments to date; review	MGM	\$450.00	0.10	\$45.00
02 /01/11	Email from Dan Hogan to schedule conference call regarding receipt and review of Jude Fitzgerald's Memorandum Opinion and Findings of regarding confirmation; email reply from David Thompson to Hogan to schedule call; email reply from Hogan; further email from Thompson with attached memorandum of summary of Judge Fitzgerald's Memorandum Opinion and Findings of Fact	MGM	\$450.00	0.20	\$90.00

02 /01/11	Email from CDN ZAI PD class member Maryann Inglis with inquiry regarding status of claim	MGM	\$450.00	0.10	\$45.00
02 /02/11	memos to and from Matt Moloci re: telephone conference call with Dan Hogan	DT	\$525.00	0.10	\$52.50
02 /02/11	telephone conference call with Dan Hogan, David Thompson and Matt Moloci re: US decision (Memorandum Opinion) and Recommendation	DT	\$525.00	1.00	\$525.00
02 /02/11	emails to and from Keith Ferbers, memos to and from Matt Moloci, emails to and from Orestes Pasparakis on timing of Confirmation Order	DT	\$525.00	0.50	\$262.50
02 /02/11	Lengthy email from Keith Ferbers regarding Memorandum Opinion, Findings of Fact and further proceedings; review; conference with David Thompson	MGM	\$450.00	0.30	\$135.00
02 /02/11	Email from Dan Hogan with report and highlighted versions of Memorandum Opinion and Findings of Fact in anticipation of teleconference; teleconference with Hogan and David Thompson; discuss Memorandum Opinion and Recommended Findings issued by Judge Fitzgerald on January 31, 2011; email to Hogan with excerpts from Plan definitions concerning Confirmation Order	MGM	\$450.00	1.20	\$540.00
02 /02/11	Email to Orestes Pasparakis regarding Plan Confirmation and District Court entry of order; email reply from Pasparakis; further email to Pasparakis; forward email exchange to Dan Hogan and David Thompson; further emails from and to Pasparakis	MGM	\$450.00	0.30	\$135.00
02 /02/11	email from David Thompson with respect to required update to website, attend to updating content of Zonolite website and posting Memorandum Opinion to website	LC	\$120.00	1.00	\$120.00
02 /03/11	finalize 2 memos to file, memo to Matt Moloci, memo to Christine Hutton all re: Judge Fitzgerald memorandum, memos to and from Matt Moloci, emails to and from Orestes Pasparakis	DT	\$525.00	1.00	\$525.00
02 /03/11	discuss and review issues with Matt Moloci, letter to Michel Belanger and Careen Hannouche re: update from Dan Hogan	DT	\$525.00	0.25	\$131.25
02 /03/11	follow-up email to Dan Hogan re: discussion with Matt Moloci and emails to and from Orestes Pasparakis	DT	\$525.00	0.10	\$52.50
02 /03/11	Email from David Thompson with attached updated memorandum regarding Memorandum Opinion and Findings of Fact of Judge Fitzgerald; email to David Thompson regarding entry of Confirmation Order by District Court; review; conferences with Thompson	MGM	\$450.00	0.60	\$270.00
02 /03/11	Email report from David Thompson to Keith Ferbers regarding confirmation; review; email reply from Ferbers	MGM	\$450.00	0.20	\$90.00
02 /04/11	report letter to Careen Hannouche and Michel Belanger regarding follow-up telephone call to Dan Hogan	DT	\$525.00	0.25	\$131.25
02 /04/11	memo to Matt Moloci re: District Court required to issue Confirmation Order	DT	\$525.00	0.10	\$52.50
02 /04/11	Email from David Thompson with attached updated memorandum regarding Judge Fitzgerald's Memorandum Opinion and Findings of Fact; review	MGM	\$450.00	0.20	\$90.00
02 /04/11	Receive email report from David Thompson to Michel Belanger and Careen Hannouche in follow-up to teleconference with Dan Hogan and issues relating to plan	MGM	\$450.00	0.20	\$90.00

	confirmation; review; reply to Thompson				
02 /07/11	receipt Careen Hannouche email and follow-up re: District Court issuing Confirmation Order	DT	\$525.00	0.10	\$52.50
02 /07/11	Email reply from Careen Hannouche regarding confirmation order and issues	MGM	\$450.00	0.10	\$45.00
02 /07/11	Email report from David Thompson to Dan Hogan regarding correspondence exchanged with Orestes Pasparakis regarding confirmation order	MGM	\$450.00	0.20	\$90.00
02 /07/11	Email from Dan Hogan with attached notice of Status Conference and request for teleconference; review; email from David Thompson regarding call with Hogan; email to Hogan with comments regarding plan confirmation	MGM	\$450.00	0.10	\$45.00
02 /08/11	amend email to Dan Hogan re: update on follow-up with Orestes Pasparakis, receipt Dan Hogan email and status conference notice	DT	\$525.00	0.25	\$131.25
02 /08/11	email to Careen Hannouche, etc., re: confirmation order	DT	\$525.00	0.10	\$52.50
02 /08/11	discuss with Matt Moloci and telephone message to Dan Hogan for update	DT	\$525.00	0.10	\$52.50
02 /08/11	discuss with Matt Moloci, emails to and from Dan Hogan re: conference call for update	DT	\$525.00	0.25	\$131.25
02 /08/11	telephone conference call - DT, MGM, Michel Belanger, Careen Hannouche and Dan Hogan re: status of matters, Omnibus Hearing (February 14th) and Case Status Conference (February 16th), discuss approach, etc., memo to Dan Hogan following-up on telephone conference	DT	\$525.00	0.60	\$315.00
02 /08/11	emails to and from Dan Hogan re: telephone conference call with Jan Baer	DT	\$525.00	0.25	\$131.25
02 /08/11	Conference with David Thompson; mails to and from Dan Hogan and counsel regarding proposed teleconference; teleconference with Dan Hogan, David Thompson, Michel Belanger and Careen Hannouche, regarding Memorandum of Opinion of Judge Fitzgerald and interim proceedings regarding Confirmation Order	MGM	\$450.00	0.70	\$315.00
02 /08/11	Email report from Dan Hogan regarding follow-up with Jan Baer; review and reply by email to Hogan	MGM	\$450.00	0.20	\$90.00
02 /09/11	receipt and review detailed Dan Hogan report and follow-up with co-counsel	DT	\$525.00	0.25	\$131.25
02 /09/11	receipt of and respond to class member inquiries	DT	\$525.00	0.25	\$131.25
02 /09/11	receipt Karen Harvey email re: wire transfer with respect to the Hogan Firm November, 2010 account	DT	\$525.00	0.10	\$52.50
02 /09/11	Email from Karen Harvey regarding payment of Ninth Monthly Fee applications	MGM	\$450.00	0.10	\$45.00
02 /10/11	receipt of and respond to class member inquiries, memo to file re: status and case conference, receipt Karen Harvey email re: wire transfer and receipt Cindy Yates memo re: holdback monies	DT	\$525.00	0.35	\$183.75
02 /10/11	review Dan Hogan email, review Grace motion for clarification, discuss with MGM	DT	\$525.00	0.50	\$262.50
02 /10/11	Email from Dan Hogan with attached Grace Motion seeking clarification of plan confirmation order; review; conference	MGM	\$450.00	0.50	\$225.00

	with David Thompson regarding plan confirmation and related issues				
02 /13/11	emails to and from Dan Hogan re: status of matters, discuss with MGM	DT	\$525.00	0.25	\$131.25
02 /13/11	emails to and from Dan Hogan regarding case conference with Fitzgerald, J.	DT	\$525.00	0.10	\$52.50
02 /13/11	Email from Dan Hogan with report concerning telephonic hearing on prior day and attaching crown joinder and order extending timing to object to plan confirmation; review and consider; emails to and from Dan Hogan and David Thompson; further email from Hogan with attached Grace response regarding January 31st orders; review	MGM	\$450.00	0.30	\$135.00
02 /14/11	receipt Dan Hogan email re: Grace proposal, discuss with Matt Moloci, email to Dan Hogan, etc.	DT	\$525.00	0.35	\$183.75
02 /14/11	receipt of and respond to class member inquiries re: status of settlement	DT	\$525.00	0.10	\$52.50
02 /14/11	mail from Hogan with attached Grace response regarding January 31st orders; review	MGM	\$450.00	0.20	\$90.00
02 /15/11	receipt Dan Hogan report, receipt Matt Moloci memo, email to Dan Hogan, receipt holdback money, transfer to Lauzon Belanger, etc., receipt Matt Moloci email, receipt revised status conference notice	DT	\$525.00	0.50	\$262.50
02 /15/11	Email instructions to Christine Hutton regarding January 2011 fee application, particulars and receipts regarding disbursements for meeting in Montreal with Lauzon Belanger; review with Hutton; email to Cindy Yates	MGM	\$450.00	0.20	\$90.00
02 /15/11	Email from Cindy Yates regarding payment of November 2010 fee applications; email report from Yates to Lauzon Belanger regarding receipt of funds and reconciliation of payment	MGM	\$450.00	0.10	\$45.00
02 /15/11	Email report from Dan Hogan with attached 2011 Revised Status Conference regarding confirmation; review report and attachment; email reply to Hogan	MGM	\$450.00	0.30	\$135.00
02 /16/11	receipt Dan Hogan status report, discuss with Matt Moloci, etc., receipt Matt Moloci memo, receipt Dan Hogan follow-up email re: case conference	DT	\$525.00	0.40	\$210.00
02 /16/11	receipt Dan Hogan email, receipt and review clarification order and review amended and restated minutes of settlement, email to Dan Hogan	DT	\$525.00	0.50	\$262.50
02 /16/11	emails to and from Dan Hogan re: clarification order of Judge Fitzgerald	DT	\$525.00	0.25	\$131.25
02 /16/11	Email reply from Dan Hogan regarding confirmation order issues; email from David Thompson to Dan Hogan; further emails from Hogan with attached Revised Order by Judge Fitzgerald regarding confirmation; review; email reply from Thompson to Hogan regarding confirmation order; conference with Thompson; further emails from Thompson and Hogan; emails to and from CDN class counsel to schedule conference call regarding confirmation order issues	MGM	\$450.00	0.40	\$180.00
02 /17/11	receipt of and respond to class member inquiries, follow-ups, email to all re: telephone conference call	DT	\$525.00	0.25	\$131.25
02 /17/11	telephone conference call - David Thompson, Matt Moloci, Careen Hannouche and Dan Hogan re: status of matters	DT	\$525.00	0.75	\$393.75

	re: amending and clarifying order and next steps, etc., memo to file re: Dan's report and Collectiva appointment motion				
02 /17/11	Review documents regarding Confirmation Order by Just Fitzgerald; conference with David Thompson; teleconference with Thompson, Dan Hogan and Careen Hannouche regarding Confirmation Order, related issues and application for appointment of Collectiva as claims administrator for CDN ZAI PD claims	MGM	\$450.00	0.80	\$360.00
02 /18/11	receipt Careen Hannouche email re: receipt of wire transfer of money via wire transfer, memos to and from Cindy Yates re: processing of funds	DT	\$525.00	0.25	\$131.25
02 /18/11	discuss and review with Cindy Yates re: fee application disbursements to be claimed in monthly fee application	DT	\$525.00	0.25	\$131.25
02 /18/11	Emails from and to Cindy Yates regarding Montreal meeting and disbursements	MGM	\$450.00	0.10	\$45.00
02 /22/11	receipt Karen Harvey email and certificate of no objections, email to Karen Harvey, memo to Cindy Yates	DT	\$525.00	0.25	\$131.25
02 /22/11	discuss and review with Cindy Yates, discuss and review with Matt Moloci re: rate changes, work with Cindy Yates to finalize January account, review disbursements, memo to Matt Moloci	DT	\$525.00	0.50	\$262.50
02 /22/11	Email from Karen Harvey to Mike Davies with attached Certificates of No Objection concerning 4th Quarterly Fee Application of The Hogan Firm, Scarfone Hawkins and Lauzon Belanger; review	MGM	\$450.00	0.10	\$45.00
02 /22/11	Email from Cindy Yates with attached January 2011 Monthly Fee Application; review	MGM	\$450.00	0.10	\$45.00
02 /22/11	Telephone voice message from CDN ZAI PD class member Leah Whitehouse with updated address	MGM	\$450.00	0.10	\$45.00
02 /22/11	Email from Adrienne Glen regarding scheduling of Grace CCAA motion concerning US Confirmation Order	MGM	\$450.00	0.10	\$45.00
02 /23/11	receipt Adrienne Glen email, receipt Matt Moloci memo - re: scheduling a CCAA Court hearing for approval of the confirmation order	DT	\$525.00	0.10	\$52.50
02 /23/11	receipt of and respond to class member inquiries	DT	\$525.00	0.25	\$131.25
02 /23/11	Email to Adrienne Glen regarding proposed dates for motion by Grace to CCAA court; email reply from Glen	MGM	\$450.00	0.10	\$45.00
02 /24/11	receipt Adrienne Glenn and Matt Moloci emails regarding scheduling of hearing and Crown's position, memo to Lauren Mrowka to diarize court date	DT	\$525.00	0.35	\$183.75
02 /24/11	receipt of and respond to various class member inquiries as to status of settlement	DT	\$525.00	0.25	\$131.25
02 /24/11	Emails from and to Adrienne Glen scheduling CCAA motion; email from Glen with motion scheduling request form; review; email reply to Glen regarding scheduling and position of the Crown	MGM	\$450.00	0.40	\$180.00
02 /25/11	receipt Matt Moloci memo, discuss with Matt Moloci re: Crown position and hearing, receipt Adrienne Glen emails regarding CCAA court date	DT	\$525.00	0.25	\$131.25
02 /25/11	update website content re: status of matters, scheduling of CCAA court hearing, appointment of Canadian Claims Administrator, etc., memo to Cindy Yates	DT	\$525.00	0.50	\$262.50

02 /25/11	Email from Adrienne Glen regarding follow-up with Jacqueline Dais-Visca concerning Crown's position on Grace motion to CCAA court seeking approval of confirmation order; conference with David Thompson regarding motion and Crown's position	MGM	\$450.00	0.20	\$90.00
02 /28/11	receipt of and respond to various class member inquiries	DT	\$525.00	0.25	\$131.25
02 /28/11	review dockets for period February 1, 2011 to February 28, 2011, amend dockets, review disbursements, discuss with David Thompson, draft account, review with David Thompson and Matt Moloci, assemble account into form required by U.S. Bankruptcy Court, email to Karen Harvey enclosed monthly fee application for the period February 1, 2011 to February 28, 2011	LC	120.00	5.00	\$600.00
<b>SUB-TOTAL</b>				<b>31.05</b>	<b>\$13,196.25</b>

TIMEKEEPER	ID	HOURS	RATE	TOTAL	PLUS 13% H.S.T
DAVID THOMPSON	DT	16.05	\$525.00	\$8,426.25	\$1,095.41
MATTHEW G. MOLOCI	MGM	9.00	\$450.00	\$4,050.00	\$526.50
LAW CLERK Cindy Yates 25 years	CY	6.00	\$120.00	\$720.00	\$93.60
<b>SUB-TOTAL:</b>		<b>31.05</b>		<b>\$13,196.25</b>	<b>\$1,715.51</b>
<b>TOTAL FEES AND TAXES:</b>	<b>\$14,911.76</b>				

**DISBURSEMENTS SUMMARY**

DATE	DISBURSEMENT	H.S.T EXEMPT	H.S.T NON-EXEMPT	PLUS 13% H.S.T	TOTAL
01/19/11	ROLLING THUNDER INVOICE 105840 - DOWNLOAD LATEST FILE FROM RUST CONSULTING		\$65.00	\$8.45	\$73.45
01/20/11	ROLLING THUNDER INVOICE 105839 - DOWNLOAD AND INSTALL TRIAL VERSION OF ACT! SOFTWARE TO IMPORT DATA PROVIDED BY RUST CONSULTING; CREATE TEST DATABASE TO IMPORT CLAIMS FORM DATA; IMPORT DATA; MODIFY FIELD VALUES TO CORRESPOND WITH CLAIMS FORM DATA		\$455.00	\$59.15	\$514.15

01/25/11	ROLLING THUNDER INVOICE 105883 - COPY CLAIMS FORM DATA TO CD FOR D.THOMPSON AND M.MOLOC FOR SHIPMENT TO CO-COUNSEL IN MONTREAL		\$65.00	\$8.45	\$73.45
01/26/11	ROLLING THUNDER INVOICE 105844 - DISCUSS CLAIMS FORM DATABASE IMPORT WITH H.MARTIN, D.THOMPSON AND M.MOLOC		\$130.00	\$16.90	\$146.90
02/01/11 02/28/11	Long Distance Calls – Various calls from February 1, 2011 – February 28, 2011		\$10.51	\$1.37	\$11.88
<b>TOTAL DISBURSEMENTS:</b>			<b>\$725.51</b>	<b>\$94.32</b>	<b>\$819.83</b>
<b>TOTAL FEES, DISBURSEMENTS AND APPLICABLE TAXES:</b>					<b>\$15,731.59</b>

THIS IS OUR FEE APPLICATION,  
Per:

**SCARFONE HAWKINS LLP**  
E. & O.E.

**\*Del. Bankr. LR 2016-2(e)(iii) allows for  
\$.10 per page for photocopies.**

**\*\* HST of 13% came into effect July 1, 2010  
replacing GST of 5%**



# **EXHIBIT C**

**CERTIFICATION PURSUANT TO DEL. BANKR. LR. 2016-2(f)**

PROVINCE OF ONTARIO :  
: ss  
CITY OF HAMILTON :

I, David Thompson, after being duly sworn according to law, depose and say as follows:

1. I am a partner of the applicant firm, Scarfone Hawkins LLP (the "Firm").
2. On February 9, 2006, the CCAA Court entered an Order appointing Lauzon Bélanger inc. and Scarfone Hawkins LLP as Representative Counsel ("Representative Counsel").
3. On March 19, 2010, this Court signed a Modified Order appointing Representative Counsel as Special Counsel ("Special Counsel") for the Canadian ZAI Claimants *nunc pro tunc* to December 21, 2009, through the effective date of the plan.
4. Special Counsel has rendered professional services as counsel for the Canadian ZAI Claimants.
5. I am familiar with the other work performed on behalf of Special Counsel by the lawyers and paraprofessionals of the Firm.
4. I have reviewed the foregoing monthly application of Scarfone Hawkins as Special Counsel and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Del. Bankr. LR 2016-2 and the Amended Administrative Order Under 11 U.S.C. §§105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members, signed April 17, 2002, and submit that the Application is correct and materially complies with the applicable orders, rules, guidelines and requirements as set forth by, this Bankruptcy Court and the Executive Office for the United States Trustee.

I verify under penalty of perjury that the foregoing is true and correct.

  
David Thompson

SWORN AND SUBSCRIBED  
Before me this 1<sup>st</sup> day of April, 2011.

  
Notary Public  
My Commission Expires: \_\_\_\_\_

Cindy Lea Yates, a Commissioner, etc.,  
City of Hamilton, for Scarfone Hawkins LLP,  
Barristers and Solicitors.  
Expires March 21, 2012.